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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 2353
(LATIGO MASTER FUND LTD. AND SONY ERICSSON
MOBILE COMMUNICATIONS (USA) INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the “Debtors”), Sony Ericsson Mobile Communications (USA) Inc. (“Sony Ericsson”) and Latigo Master Fund Ltd. (“Latigo”) respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2353 (Latigo Master Fund Ltd. and Sony Ericsson Mobile Communications (USA) Inc.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on March 22, 2006, Sony Ericsson filed proof of claim number 2353 against DAS LLC, asserting an unsecured non-priority claim in the amount of \$1,373,431.35 (the “Claim”) arising from goods sold to DAS LLC.

WHEREAS, on October 26, 2007, the Debtors objected to the Claim pursuant to the Debtors’ Twenty-Second Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Equity Claims, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors’ Books and Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Claims Subject To Modification That Are Subject To Prior Orders, And Modified Claims Asserting Reclamation That Are Subject To Prior Orders (Docket No. 10738) (the “Twenty-Second Omnibus Claims Objection”).

WHEREAS, on November 27, 2007, Latigo filed its Response of Latigo Master Fund Ltd. to Debtors’ Twenty-Second Omnibus Claims Objection (Docket No. 11112) (the

“Response”).

WHEREAS, on January 29, 2007, Sony Ericsson assigned its interest in the Claim to Deutsche Bank Securities, Inc. (“DB”) pursuant to a Notice of Transfer (Docket No. 6747).

WHEREAS, on March 2, 2007, DB subsequently assigned its interest in the Claim to Latigo pursuant to a Notice of Transfer (Docket No. 7105).

WHEREAS, on January 11, 2008, to resolve the Twenty-Second Omnibus Claims Objection with respect to the Claim, DAS LLC, Sony Ericsson and Latigo entered into a settlement agreement (the “Settlement Agreement”).

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$1,252,598.82.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors, Sony Ericsson and Latigo stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$1,252,598.82 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Latigo shall withdraw its Response to the Twenty-Second Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 4th day of February, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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